

**EXHIBIT B – Part 2**

**Monthly Fee Statement for the Period from:**

**February 1, 2009 thru February 28, 2009**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re ) Chapter 11  
 )  
W. R. Grace & Co. et al.<sup>1</sup>; ) Case No. 01-01139(JKF)  
 ) Jointly Administered  
Debtors. )  
Objection Deadline:  
April 20, 2009 at 4:00 p.m.  
Hearing date: To be scheduled only if objections  
are timely filed and served.

**NOTICE OF FILING OF MONTHLY FEE APPLICATION**

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lenders (8) the Fee Auditor:

Stroock & Stroock & Lavan LLP ("Stroock"), counsel to the Official Committee of Unsecured Creditors (the "Committee") of the above captioned debtor and debtors in possession

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Date Filed: 3/30/2009  
Docket No: 21152

in the above-captioned chapter 11 cases, filed and served the Ninety-Fifth Monthly Fee Application of Stroock & Stroock & Lavan LLP for Interim Compensation and for Reimbursement of Expenses for the services rendered during the period February 1, 2009 through February 28, 2009, seeking compensation in the amount of \$141,569.00, and reimbursement for actual and necessary expenses in the amount of \$1,627.89.

Objections or responses to the Monthly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **April 20, 2009 at 4:00 p.m.**

At the same time you must also serve a copy of the objections or responses, if any, upon the Affected Professional and each of the following: (i) co-counsel for the Debtors, Theodore L. Freedman, Esquire, Kirkland & Ellis LLP, Citigroup Center, 13 East 53rd Street, New York, New York 10022-46111 (fax number 212-446-4800), and James E. O'Neill, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400), and Janet S. Baer, Esquire, The Law Offices of Janet S. Baer, P.C., 70 West Madison Street, Suite 2100, Chicago, IL 60602 (Fax number 312-641-2165); (ii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 1100 N. Market Street, Suite 1200, Wilmington, Delaware 19801-1246 (fax number 302-657-4901); (iii) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Dunn, Baena, Price & Axelrod LLP, Wachovia Building, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax

number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, New York 10022 (fax number 212-644-6755), and Mark Hurford, Esquire, Campbell & Levine, LLC, 800 N. King Street, Suite 300, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins LLP, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Neil B. Glassman, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) co-counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (fax number 212-715-8000), and Teresa K.D. Currier, Esquire, Buchanan Ingersoll & Rooney PC, The Brandywine Building, 1000 West Street, Suite 1410, Wilmington, Delaware 19801-1054 (Fax number 302-552-4295); (vii) the Office of the United States Trustee, Attn: David Klauder, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee Auditor, Stephen L. Bossay, Warren H. Smith and Associates, P.C., Republic Center, 325 N. St. Paul, Suite 1250, Dallas, TX 75201 (Fax number 214-722-0081).

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Dated: March 30, 2009  
Wilmington, DE

**RESPECTFULLY SUBMITTED,**

*Michael R. Lastowski*

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Co-Counsel for the Official Committee of  
Unsecured Creditors of W. R. Grace & Co., et al.

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re	)	Chapter 11
	)	
W. R. Grace & Co. et al.;	)	Case No. 01-01139(JKF)
	)	Jointly Administered
Debtors.	)	
		Objection Deadline:
		April 20, 2009 at 4:00 p.m.
		Hearing date: To be scheduled only
		if objections are timely filed and served.

**NINETY-FIFTH MONTHLY FEE APPLICATION OF STROOCK & STROOCK &  
LAVAN LLP FOR COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD  
FROM FEBRUARY 1, 2009 THROUGH FEBRUARY 28, 2009**

Name of Applicant	Stroock & Stroock & Lavan LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Date of Retention:	April 12, 2001
Period for which compensation and reimbursement is sought	February 1, 2009 – February 28, 2009
Amount of Compensation sought as actual, reasonable and necessary:	\$141,569.00(80% - \$113,255.20)
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$1,627.89 (Stroock)

This is an:  interim  final application

## Attachment A

## Monthly Interim Fee Applications

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
May 30, 2001 D.I.339	4/12/01- 4/30/01	\$138,926.00	\$1,975.13	\$111,140.80	\$1,975.13
July 2, 2001 D.I.613	5/1/01 – 5/31/01	\$139,928.75	\$6,884.73	\$111,943.00	\$6,884.73
July 30, 2001 D.I.772	6/1/01 – 6/30/01	\$91,019.00	\$10,458.14	\$72,815.20	\$10,458.14
September 5, 2001 D.I.889	7/1/01- 7/31/01	\$92,308.00	\$5,144.37	\$73,846.40	\$5,144.37
October 2, 2001 D.I.983	8/1/01 8/31/01	\$53,873.50	\$3,069.88	\$43,098.80	\$3,069.88
October 31, 2001 D.I.1058	9/1/01 – 9/30/01	\$58,742.00	\$6,801.32	\$46,993.60	\$6,801.32
November 26, 2001 D.I.1239	10/1/01 – 10/31/01	\$101,069.00	\$3,562.09	\$80,855.20	\$3,562.09
January 8, 2002 D.I.1470	11/1/01 – 11/30/01	\$136,368.50	\$8,847.34	\$109,094.80	\$8,847.34
February 1, 2002 D.I.1608	12/01/01 – 12/31/01	\$92,064.50	\$9,471.47	\$73,651.60	\$9,471.47
March 14, 2002 D.I.1812	01/01/02 – 01/31/02	\$100,231.50	\$14,675.58	\$80,185.20	\$14,675.58
April 22, 2002 D.I.1951	02/01/02 – 02/28/02	\$88,974.50	\$16,863.97	\$71,179.60	\$16,863.97
May 8, 2002 D.I.2029	03/01/02 – 03/31/02	\$77,964.25	\$1,190.44	\$62,371.40	\$1,190.44
June 3, 2002 D.I.2156	04/01/02- 04/30/02	\$97,251.50	\$1,816.40 (Stroock) \$9,772.37 (Chambers)	\$77,801.20	\$11,588.86

July 2, 2002 D.I.2324	05/01/02 – 05/31/02	\$74,910.75	\$2,9154.43 (Stroock) \$43,190.69 (Chambers)	\$59,928.60	\$46,105.12
August 5, 2002 D.I.2495	06/01/02 – 06/30/02	\$73,096.75	\$2,054.05 (Stroock) \$114,666.72 (Chambers)	\$58,477.4011	\$116,720.77
September 20, 2002 D.I.2720	07/01/02 – 07/31/02	\$90,903.27	\$1,250.79 (Stroock) \$11,996.25 (Chambers)	\$72,722.61	\$13,274.04
October 29, 2002 D.I.2898	08/01/02 – 08/31/02	\$93,151.25	\$11,539.51 (Stroock) \$5,046.70 (Chambers)	\$74,521.00	\$16,586.21
November 14, 2002 D.I.2981	09/01/02 – 09/30/02	\$96,613.25	\$15,567.77 (Stroock) \$771.50 (Chambers)	\$77,290.60	\$16,339.27
December 10, 2002 D.I.3129	10/1/02 – 10/31/02	\$68,404.00	\$2,956.54 (Stroock) \$1,780.75 (Chambers)	\$54,723.20	\$4,737.29
January 28, 2003 D.I.3286	11/1/02 – 11/30/02	\$75,345.50	\$8,712.16 (Stroock)	\$60,276.40	\$8,712.16
February 7, 2003 D.I.3349	12/1/02 – 12/31/02	\$27,683.50	\$13,332.14 (Stroock)	\$22,146.80	\$13,332.14
March 26, 2003 D.I.3552	1/1/03 – 1/31/03	\$88,139.00	\$1,210.11 (Stroock)	\$70,511.20	\$1,210.11
April 7, 2003 D.I.3626	2/1/03 – 2/28/03	\$76,313.00	\$2,022.78 (Stroock) \$1,077.80 (Chambers)	\$61,050.40	\$3,100.58
April 29, 2003 D.I. 3718	3/1/03 – 3/31/03	\$60,163.50	\$6,191.15 (Stroock)	\$48,130.80	\$6,191.15
June 2, 2003 D.I. 3850	4/1/03 – 4/30/03	\$60,269.00	\$814.02 (Stroock) \$2,043.00 (Chambers)	\$48,215.20	\$2,857.02
July 1, 2003 D.I. 3983	5/1/03 – 5/31/03	\$111,990.50	\$691.84 (Stroock) \$9,830.50 (Chambers)	\$89,592.40	\$10,522.34
August 5, 2003 D.I. 4152	6/1/03 – 6/30/03	\$43,824.00	\$1,220.42 (Stroock) \$61,755.00 (Chambers)	\$35,059.20	\$62,975.42
September 4, 2003 D.I. 4381	7/1/03 – 7/31/03	\$79,090.50	\$2,301.33 (Stroock) \$14,274.25 (Chambers)	\$55,941.60	\$16,575.58
September 30, 2003 D.I. 4512	8/1/03 – 8/31/03	\$69,927.00	\$1,164.19 (Stroock) \$12,488.94 (Chambers)	\$55,941.60	\$13,653.13

October 29, 2003 D.I. 4625	9/1/03 – 9/30/03	\$69,409.50	\$1,076.94 (Stroock) \$10,102.00 (Chambers)	\$55,527.60	\$11,178.94
December 19, 2002 D.I. 4843	10/1/03 – 10/31/03	\$96,980.50	\$3,800.45 (Stroock) \$42,881.50 (Chambers)	\$77,584.40	\$46,681.95
January 23, 2003 D.I. 4976	11/1/03 – 11/30/03	\$66,428.50	\$1,225.38 (Stroock) \$30,463.00 (Navigant f/k/a Chambers)	\$53,142.80	\$31,688.38
February 4, 2004 D.I. 5056	12/1/03 – 12/31/03	\$52,321.50	\$924.99 (Stroock) \$27,005.00 (Navigant f/k/a Chambers)	\$41,857.20	\$27,929.99
March 17, 2004 D.I. 5309	1/1/04 – 1/31/04	\$65,980.50	\$1,917.93 (Stroock) \$47,654.57 (Navigant f/k/a Chambers)	\$52,784.40	\$49,572.50
April 6, 2004 D.I. 5406	2/1/04 – 2/29/04	\$90,421.50	\$3,636.48 (Stroock) \$35,492.50 (Navigant f/k/a Chambers)	\$72,337.20	\$39,128.98
April 28, 2004 D.I. 5498	3/1/04 – 3/31/04	\$103,524.00	\$5,567.34 (Stroock)	\$82,819.20	\$5,567.34
June 14, 2004 D.I. 5803	4/1/04 – 4/30/04	\$99,136.00	\$3,518.96 (Stroock) \$1,515.00 (Navigant February) \$49,667.00 (Navigant March) \$80,307.11 (Navigant April)	\$79,308.80	\$135,008.07
July 2, 2004 D.I. 5917	5/1/04 – 5/31/04	\$134,324.50	\$2,409.97 (Stroock) \$78,360.05 (Navigant May)	\$107,459.60	\$80,770.02
August 2, 2004 D.I. 6105	6/1/04 – 6/30/04	\$120,501.00	\$1,831.49 (Stroock) \$62,625.00 (Navigant June)	\$96,400.80	\$64,456.49
September 9, 2004 D.I. 6341	7/1/04 – 7/31/04	\$72,394.00	\$3,461.84 (Stroock) \$40,427.50 (Navigant July)	\$57,915.20	\$43,889.34
September 23, 2004 D.I. 6444	8/1/04 – 8/31/04	\$70,457.00	\$1,764.40 (Stroock)	\$56,365.60	\$1,764.40

October 14, 2004 D.I. 6625	9/1/04 – 9/30/04	\$83,903.50	\$1,535.61 (Stroock) \$27,142.00 (Navigant August)	\$67,122.80	\$28,677.61
December 3, 2004 D.I. 7086	10/1/04 – 10/31/04	\$200,155.50	\$1,368.18 (Stroock) \$ 24,659.00 (Navigant September)	\$160,124.40	\$26,027.18
January 7, 2005 D.I. 7481	11/1/04 – 11/30/04	\$218,608.50	\$14,019.09 (Stroock) \$25,102.80 (Navigant October) \$27,972.34 (Navigant November)	\$174,886.80	\$67,094.23
February 2, 2005 D.I. 7667	12/1/04 – 12/31/04	\$235,503.70	\$10,442.92 (Stroock) \$62,687.97 (Navigant December)	\$188,402.96	\$73,130.89
March 15, 2005 D.I. 8026	1/1/05 – 1/31/05	\$187,168.00	\$4,411.55 (Stroock) \$15,686.00 (Navigant January)	\$149,734.40	\$20,097.55
April 1, 2005 D.I. 8155	2/1/05 – 2/28/05	\$108,180.25	\$8,102.85 (Stroock) \$18,303.37 (Navigant February)	\$86,544.20	\$26,406.22
April 25, 2005 D.I. 8331	3/1/05 – 3/31/05	\$56,941.25	\$287.23 (Stroock) \$6,114.86 (Navigant March)	\$45,553.00	\$6,402.09
June 6, 2005 D.I. 8562	4/1/05 – 4/30/05	\$127,695.00	\$3,531.45 (Stroock) \$20,129.06 (Navigant April)	\$102,156.00	\$23,660.51
June 28, 2005 D.I. 8704	5/1/05 – 5/31/05	\$115,453.75	\$858.21(Stroock)	\$78,855.20	\$858.21
August 3, 2005 D.I. 9135	6/1/05 – 6/30/05	\$114,903.75	\$4,871.74 (Stroock) \$34,075.28 (Navigant)	\$91,923.00	\$38,947.02
September 8, 2005 D.I. 9356	7/1/05 – 7/31/05	\$117,780.75	\$2,088.44 (Stroock) \$2,211.00 (Navigant)	94,224.60	\$4,299.44
October 14, 2005 D.I. 9565	8/1/05 8/31/05	\$106,796.25	\$5,046.99 (Stroock) \$18,550.00 (Navigant)	\$85,437.00	\$23,596.99
November 1, 2005 D.I. 10951	9/1/05 9/31/05	\$67,697.50	\$1,399.68 (Stroock) \$11,197.50 (Navigant)	\$54,158.00	\$12,597.18

November 29, 2005 D.I. 11202	10/1/05 - 10/31/05	\$98,216.75	\$1,611.30 (Stroock) \$11,582.50 (Navigant)	\$78,573.40	\$13,193.80
January 9, 2006 D.I. 11507	11/1/05 11/30/05	\$104,348.00	\$2,847.45 (Stroock) \$71,598.50 (Navigant)	\$83,478.40	\$74,445.95
January 30, 2006 D.I. 11655	12/1/05 - 12/31/05	\$96,855.00	\$1,379.53 (Stroock) \$20,317.49 (Navigant)	\$77,484.00	\$21,697.02
March 1, 2006 D.I. 11921	1/1/06 - 1/31/06	\$73,383.00	\$1,810.85 (Stroock) \$14,124.01 (Navigant)	\$58,706.40	\$15,934.86
March 28, 2006 D.I. 12134	2/1/06 - 2/28/06	\$105,083.75	\$1,434.62 (Stroock) \$25,971.70 (Navigant)	\$84,067.00	\$27,406.32
May 2, 2006 D.I. 12354	3/1/2006 - 3/31/2006	\$145,189.50	\$2,512.81 (Stroock) \$25,838.37 (Navigant)	\$116,151.60	\$28,351.18
May 31, 2006 D.I. 12558	4/1/2006 - 4/30/2006	\$116,817.00	\$2,141.42 (Stroock) \$7,425.00 (Navigant)	\$93,453.60	\$9,566.42
July 6, 2006 D.I. 12748	5/1/2006 - 5/31/2006	\$121,304.50	\$1,838.71 (Stroock) \$17,493.75 (Navigant)	\$97,043.60	\$19,332.46
August 1, 2006 D.I. 12899	6/1/2006 - 6/30/2006	\$94,856.50	\$1,869.66 (Stroock) \$38,548.75 (Navigant)	\$75,885.20	\$40,418.41
August 30, 2006 D.I. 13117	7/1/2006 - 7/31/2006	\$97,397.25	\$496.76 (Stroock) \$30,280.00 (Navigant)	\$77,917.80	\$30,776.76
October 2, 2006 D.I. 13336	8/1/2006- 8/31/2006	\$131,856.25	\$98.34 (Stroock) \$98,317.50 (Navigant)	\$105,485.00	\$98,415.84
November 2, 2006 D.I. 13559	9/1/2006 - 9/30/2006	\$150,960.00	\$4,147.01 (Stroock) \$91,179.11 (Navigant)	\$120,768.00	\$95,326.12
November 29, 2006 D.I. 13838	10/1/06 - 10/31/06	\$196,223.50	\$915.14 (Stroock) \$147,374.20 (Navigant)	\$156,978.89	\$148,289.34
January 12, 2007 D.I. 14292	11/1/06 - 11/30/06	\$188,638.00	\$3,370.16 (Stroock) \$133,438.70 (Navigant)	\$150,910.40	\$136,808.86
January 29, 2007 D.I. 14415	12/1/06 - 12/31/06	\$99,832.00	\$5,752.89 (Stroock) \$55,245.22 (Navigant)	\$79,865.60	\$60,998.11
March 8, 2007 D.I. 14810	1/1/2007 1/31/2007	\$77,582.00	\$962.06 (Stroock) \$90,474.74 (Navigant)	\$62,065.60	\$91,436.80

April 10, 2007 D.I. 15132	2/1/2007 2/28/2007	\$119,140.50	\$3,092.88 (Stroock) \$77,301.25 (Navigant)	\$95,312.40	\$80,394.13
May 1, 2007 D.I. 15457	3/1/2007 – 3/31/2007	\$135,228.00	\$6,635.25 (Stroock) \$104,674.53 (Navigant)	\$108,182.40	\$111,309.78
June 22, 2007 D.I. 16136	4/1/2007 – 4/30/2007	\$177,646.00	\$815.81 (Stroock) \$173,437.45 (Navigant)	\$142,116.80	\$174,253.26
July 17, 2007 D.I. 16309	5/1/2007 – 5/31/2007	\$205,937.25	\$6,405.01 (Stroock) \$162,431.03 (Navigant)	\$164,749.80	\$168,836.04
August 10, 2007 D.I. 16528	6/1/2007 – 6/30/2007	\$225,650.50	\$5,929.97 (Stroock) \$200,294.81 (Navigant)	\$180,520.40	\$206,224.78
September 14, 2007 D.I. 16822	7/1/2007 – 7/31/2007	\$157,268.50	\$4,021.65 (Stroock) \$208,116.54 (Navigant)	\$125,814.80	\$212,138.19
October 1, 2007 D.I. 16959	8/1/2007 – 8/31/2007	\$145,866.50	\$3,354.61 (Stroock) \$210,152.54 (Navigant)	\$116,693.20	\$213,507.15
November 19, 2007 D.I. 17394	9/1/2007 – 9/30/2007	\$206,908.50	\$3,056.89 (Stroock)	\$165,526.80	\$3,056.89
December 5, 2007 D.I. 17548	10/1/07 - 10/31/07	\$288,976.50	\$22,324.58 (Stroock) \$325,509.63 (Navigant)	\$231,181.20	\$347,834.21
January 11, 2008 D.I. 17803	11/1/07 – 11/30/07	\$249,372.50	\$32,780.40 (Stroock) \$162,394.93 (Navigant)	\$199,498.00	\$195,175.33
February 1, 2008 D.I. 17957	12/1/07 – 12/31/97	\$116,522.50	\$57,717.92 (Stroock) \$47,444.43 (Navigant)	\$93,218.00	\$105,162.35
March 4, 2008 D.I. 18202	1/1/08 – 1/31/08	\$201,472.50	\$3,282.80 (Stroock) \$86,070.26 (Navigant)	\$161,178.00	\$89,353.06
April 4, 2008 D.I. 18450	2/1/08 – 2/29/08	\$195,491.00	\$5,922.25 (Stroock) \$73,924.16 (Navigant)	\$156,392.80	\$79,846.41
April 29, 2008 D.I. 18639	3/1/08 – 3/31/08	\$275,659.00	\$11,217.17 (Stroock) \$69,201.53 (Navigant)	\$220,527.20	\$80,418.70
June 4, 2008 D.I. 18862	4/1/08 - 4/30/08	\$298,888.00	\$10,143.60 (Stroock) \$38,800.00 (Navigant)	\$239,110.40	\$48,943.60
July 1, 2008 D.I. 19032	5/1/08 - 5/31/08	\$138,683.50	\$3,649.95 (Stroock)	\$110,946.80	\$3,649.95

August 4, 2008 D.I. 19224	6/1/2008 - 6/30/2008	\$213,559.00	\$12,357.78 (Stroock) \$96.84 (Navigant)	\$170,847.20	\$12,454.62
September 10, 2008 D.I. 19516	7/1/2008 - 7/31/2008	\$206,087.50	\$6,717.13 (Stroock) \$259.90 (Navigant)	\$164,870.00	\$6,977.03
September 30, 2008 D.I. 19653	8/1/2008 - 8/31/2008	\$212,928.50	\$2,326.65 (Stroock)	\$170,342.80	\$2,326.65
November 6, 2008 D.I. 19949	9/1/2008 - 9/30/2008	\$226,486.50	\$2,844.77 (Stroock)	\$181,189.20	\$2,844.77
December 2, 2008 D.I. 20174	10/1/08 - 10/31/08	\$270,097.00	\$10,611.52 (Stroock)	\$216,077.60	\$10,611.52
December 30, 2008 D.I. 20384 & 20385	11/1/08 - 11/30/08	\$184,642.00	\$5,870.24 (Stroock)	\$147,713.60	\$5,870.24
February 3, 2009 D.I. 20654	12/1/08 - 12/31/08	\$102,648.50	\$4,017.80 (Stroock)	\$82,118.80	\$4,017.80
March 3, 2009 D.I. 20906	1/1/09 - 1/31/09	\$114,525.00	\$2,458.44 (Stroock)	\$91,620.00	\$2,458.44

**WR GRACE & CO**  
**ATTACHMENT B**  
**FEBUARY 1, 2009 - FEBUARY 28, 2009**

	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>	<b>No. of Years in Position</b>
<b>Partners</b>				
Kruger, Lewis	15.1	\$ 995	\$ 15,024.50	39
Pasquale, Kenneth	13.5	825	11,137.50	9
<b>Associates</b>				
Harris, Daniel J.	8.2	325	2,665.00	1
Krieger, Arlene G.	145.3	675	98,077.50	24
<b>Paraprofessionals</b>				
Holzberg, Ethel H.	22.3	275	6,132.50	36
Mohamed, David	47.4	180	8,532.00	19
<b>TOTAL</b>	<b>251.8</b>		<b>\$141,569.00</b>	

## **EXHIBIT A**

**WR GRACE & CO**  
**COMPENSATION BY PROJECT CATEGORY**  
**FEBUARY 1, 2009 - FEBUARY 28, 2009**

Matter Code	Project Category	Hours	Amount
0003	Claim Analysis Objection, Resolution & Estimation (Asbestos)	2.0	\$ 1,350.00
0013	Business Operations	1.1	838.50
0014	Case Administration	48.0	9,908.50
0015	Claims Analysis/Objections/Administration (Non-Asbestos)	2.1	1,641.50
0017	Committee, Creditors', Noteholders', or Equity Holders'	45.4	31,091.00
0018	Fee Application, Applicant	27.6	11,609.50
0019	Creditor Inquiries	4.4	3,584.00
0020	Fee Application, Others	7.9	2,461.50
0021	Employee Benefits, Pension	0.4	270.00
0032	Litigation (Non-Bankruptcy/General)	5.3	3,934.50
0036	Plan and Disclosure Statement	103.5	71,824.50
0037	Hearings	2.1	1,513.50
0041	Relief from Stay Proceedings	2.0	1,542.00
	<b>TOTAL</b>	<b>251.8</b>	<b>\$ 141,569.00</b>

## STROOCK

## INVOICE

DATE	March 23, 2009
INVOICE NO.	469207
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through February 28, 2009, including:

RE	Claim Analysis Objection, Resolution & Estimation (Asbestos) 699843 0003
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DATE	DESCRIPTION	NAME	HOURS
02/09/2009	Attend to ZAI claimants motion to file a late ZAI claim and ZAI claimants' counsel's response.	Krieger, A.	0.1
02/20/2009	Attend to Debtors' motion re: proposed settlement of PD Claims litigation with Macerich and prepare memorandum to the Committee re: same.	Krieger, A.	0.7
02/23/2009	Telephone conference and memorandum A. Roberts (Silverstein & Stern) re: information regarding ZAI litigation and access to insurance documents.	Krieger, A.	0.3
02/24/2009	Attend to District Court's order granting Libby claimants leave to appeal Judge Fitzgerald's order expanding the preliminary injunction to include state actions against BNSF and underlying decision.	Krieger, A.	0.4
02/25/2009	Memorandum to R. Finke re: request for	Krieger, A.	0.5

STROOCK & STROOCK & LAVAN LLP • NEW YORK • LOS ANGELES • MIAMI  
180 MAIDEN LANE, NEW YORK, NY 10038-4982 TEL 212.806.5400 FAX 212.806.6006 WWW.STROOCK.COM

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
	information on Macerich PD Claim Settlement (.1); attend to information received from Debtors' counsel and prepare memorandum for the Committee discussing settlement (.4).		

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	2.0	\$ 675	\$ 1,350.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,350.00
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TOTAL FOR THIS MATTER	\$ 1,350.00
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## STROOCK

RE	Business Operations 699843 0013
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DATE	DESCRIPTION	NAME	HOURS
02/16/2009	Attend to report on Fourth Quarter results.	Krieger, A.	0.8
02/17/2009	Review 4th Quarter results.	Kruger, L.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.8	\$ 675	\$ 540.00
Kruger, Lewis	0.3	995	298.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 838.50
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TOTAL FOR THIS MATTER	\$ 838.50
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## STROOCK

RE	Case Administration 699843 0014
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DATE	DESCRIPTION	NAME	HOURS
02/02/2009	Exchanged memoranda with M. Lastowski re hearing transcripts.	Krieger, A.	0.1
02/02/2009	Review and update case docket no. 01-1139 (.3); retrieve and distribute recently filed pleadings in main case (.7); prepare documents for attorney review (.5); review adv. pro. case no. 01-771 (.2); review court of appeals case no. 08-2069 (.2); review district court case no. 08-250 (.2).	Mohamed, D.	2.1
02/03/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently filed pleadings in main case (.8); attention to retrieval of pleadings for attorney review (.6).	Mohamed, D.	1.7
02/04/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings in main case (2.1); review adv. pro. case no. 01-771 (.2); review district court case no. 08-250 (.2); review court of appeals case no. 08-2069 (.2); prepare certain documents for attorney review (.4).	Mohamed, D.	3.4
02/05/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently docketed pleadings for attorney review (1.7); review case file documents (1.1).	Mohamed, D.	3.1
02/06/2009	Review and update case docket no. 0-1139 (.3); obtain and circulate recently docketed pleadings (.5); review adv. pro. case no. 01-771 (.2); review court of appeals case no. 08-2069 (.2); review district court case no. 08-250 (.2); retrieve pleadings for review (.3).	Mohamed, D.	1.7
02/09/2009	Review and update case docket no. 01-1139 (.2); retrieve and distribute recently filed	Mohamed, D.	1.5

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
	pleadings in main case (.7); review adv. pro. case no. 01-771 (.2); review court of appeals case no. 08-2069 (.2); review district court case no. 08-250 (.2).		
02/10/2009	Reviewed Legal Docket to update status.	Holzberg, E.	1.8
02/10/2009	Review and update case docket no. 01-1139 (.3); retrieve and distribute recently filed pleadings in main case (1.1); review case file documents (.5).	Mohamed, D.	1.9
02/11/2009	Exchanged memoranda with KP, LK re: conference call with J. Baer, other Grace representatives.	Krieger, A.	0.1
02/11/2009	Review and update case docket no. 01-1139 (.3); retrieve and distribute recently filed pleadings in main case (.6); research re: client documents for attorney review (.6); review adv. pro. case no. 01-771 (.2); review court of appeals case no. 08-2069 (.2); review district court case no. 08-250 (.2).	Mohamed, D.	2.1
02/12/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently filed pleadings for attorney review (.8).	Mohamed, D.	1.1
02/13/2009	Reviewed Legal Docket to update status.	Holzberg, E.	0.3
02/13/2009	Review and update case docket no. 01-1139 (.3); retrieve and distribute recently filed pleadings in main case (.9); review adv. pro. case no. 01-771 (.2); review court of appeals case no. 08-2069 (.2).	Mohamed, D.	1.6
02/17/2009	T/c court call for AGK to attend hearing telephonically on 2/23/09 (.2); reviewed Docket to update status (1.1).	Holzberg, E.	1.3
02/17/2009	Memorandum to EH re: Court Call arrangements for 2/23/09 omnibus hearing.	Krieger, A.	0.1
02/17/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently filed pleadings in main case (1.2); prepare documents for attorney review (.4).	Mohamed, D.	1.9

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
02/18/2009	T/c court call re arrangements for telephonic participation at 2/23/09 omnibus.	Krieger, A.	0.1
02/18/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently filed pleadings in main case (.8); review case file documents (.9); review adv. pro. case no. 01-771 (.2); review district court case no. 08-250 (.2); review court of appeals case no. 08-2069 (.2).	Mohamed, D.	2.6
02/19/2009	Attend to application to approve employment of J. Baer (.3); J. O'Neill memorandum re change to 2/23/09 hearing (.1).	Krieger, A.	0.4
02/19/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently filed pleadings in main case (.7); retrieval of certain documents for attorney review (.5).	Mohamed, D.	1.5
02/20/2009	Reviewed Legal Docket to update status.	Holzberg, E.	1.6
02/20/2009	Exchanged memoranda with J. O'Neill re 02/23/09 hearing.	Krieger, A.	0.1
02/20/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently filed pleadings in main case (1.1); prepare documents for attorney review (.5); review adv. pro. case no. 01-771 (.2); review district court case no. 08-250 (.2); review court of appeals case no. 08-2069 (.2).	Mohamed, D.	2.5
02/23/2009	Office conference LK and then memorandum to J. Baer re: Grace representatives call.	Krieger, A.	0.2
02/23/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently filed pleadings in main case (.7); prepare documents for review (.7); review adv. pro. case no. 01-771 (.2); review district court case no. 08-250 (.2); review court of appeals case no. 08-2069 (.2).	Mohamed, D.	2.3
02/24/2009	Reviewed Legal Docket to update status.	Holzberg, E.	1.0
02/24/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently filed	Mohamed, D.	2.2

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
	pleadings in main case (.6); retrieve client documents for review (.5); research and update contact information on service list (.4); obtain and circulate recently filed pleadings re adv. pro. case no. 01-771 (.4).		
02/25/2009	Attend to Fee Auditor's final report on the firm's 30th quarterly interim application.	Krieger, A.	0.1
02/25/2009	Review and update case docket no. 01-1139 (.3); obtain recently docketed pleadings from main case and circulate (.9); review adv. pro. case no. 01-771 (.2); review court of appeals case no. 08-2069 (.2); review district court case no. 08-250 (.2).	Mohamed, D.	1.8
02/26/2009	Review and update case docket no. 01-1139 (.3); obtain and circulate recently filed pleadings in main case (.5); review case file documents (1.3); retrieve pleadings for review (.4).	Mohamed, D.	2.5
02/27/2009	Reviewed Legal Docket to update status.	Holzberg, E.	1.1
02/27/2009	Review and update case docket no. 01-1139 (.4); obtain and circulate recently filed pleadings in main case (.9); prepare documents for review (.3); review adv. pro. case no. 01-771 (.2); review court of appeals case no. 08-2069 (.2); review district court case no. 08-250 (.2).	Mohamed, D.	2.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Holzberg, Ethel H.	7.1	\$ 275	\$ 1,952.50
Krieger, Arlene G.	1.2	675	810.00
Mohamed, David	39.7	180	7,146.00

STROOCK

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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 9,908.50
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TOTAL FOR THIS MATTER	\$ 9,908.50
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## STROOCK

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RE	Claims Analysis/Objections/Administration (Non-Asbestos) 699843 0015
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DATE	DESCRIPTION	NAME	HOURS
02/02/2009	Attend to statement of settlement of claims.	Krieger, A.	0.2
02/11/2009	Attend to proposed settlement of NL Industries claim.	Krieger, A.	0.1
02/13/2009	Memorandum to J. Baer re: NL claims settlement.	Krieger, A.	0.1
02/17/2009	Memorandum to J. Baer re: request for NL Industries' Settlement information.	Krieger, A.	0.1
02/18/2009	Memorandum to J. O'Neill re information request on NL Industries' settlement.	Krieger, A.	0.1
02/19/2009	Memorandum to J. Baer re request for information on NL Industries matter.	Krieger, A.	0.1
02/20/2009	Attend to information from J. O'Neill re: NL Industries settlement and request for additional information.	Krieger, A.	0.4
02/20/2009	Review objections to DS (.3); review revised DS (.2).	Kruger, L.	0.5
02/23/2009	O/c with AK re Grace call.	Kruger, L.	0.2
02/24/2009	Exchanged memoranda with J. O'Neill re NL Industries information.	Krieger, A.	0.1
02/25/2009	Attend to Debtors' counsel's response to questions on NL Industries and prepare further questions/comments thereon.	Krieger, A.	0.2

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
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STROOCK

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.4	\$ 675	\$ 945.00
Kruger, Lewis	0.7	995	696.50
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<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>	<b">\$ 1,641.50</b">		
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<b>TOTAL FOR THIS MATTER</b>	<b">\$ 1,641.50</b">		
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## STROOCK

RE	Committee, Creditors', Noteholders', or Equity Holders' 699843 0017
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DATE	DESCRIPTION	NAME	HOURS
02/02/2009	Prepare memorandum for the Committee re plan documents, other matters.	Krieger, A.	1.8
02/03/2009	Attend to memorandum to the Committee re plan documents (3.4); attend to memorandum re proposed stock trading restrictions (.9); o/c LK re disclosure statement (.1); exchanged memoranda with KP re criminal trial (.1); t/c and exchanged memoranda with J. Dolan re stock trading restrictions and Committee memorandum thereon (.9).	Krieger, A.	5.4
02/03/2009	Review draft memo to committee re CMO status.	Pasquale, K.	0.2
02/04/2009	Memorandum to the Committee re revised Disclosure Statement, plan and related documents.	Krieger, A.	0.3
02/05/2009	Memorandum to the Committee re revised Disclosure Statement (.2); exchanged memoranda with J. Dolan re plan documents (.2).	Krieger, A.	0.4
02/11/2009	Attend to memorandum for the Committee re plan documents.	Krieger, A.	7.2
02/12/2009	Attend to Committee memorandum re plan documents.	Krieger, A.	8.9
02/13/2009	Attend to plan-related documents and draft of memorandum re plan documents.	Krieger, A.	4.0
02/16/2009	Attend to Committee memorandum re plan documents.	Krieger, A.	1.4
02/17/2009	Attend to Committee memo re: plan documents.	Krieger, A.	4.6

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
02/17/2009	Review Committee memo re plan documents.	Kruger, L.	0.6
02/18/2009	Committee memorandum re plan documents.	Krieger, A.	2.7
02/18/2009	Review memo to Committee re: deferred payments to the PI and PD trusts, the parent guarantee agreement; the share issuance agreement.	Kruger, L.	0.5
02/19/2009	Memorandum to the Committee re Libby trial information.	Krieger, A.	0.3
02/20/2009	Review Committee memo re: Macerich settlement.	Kruger, L.	0.2
02/21/2009	Attend to agenda for 2/24/09 conference call with Grace representatives.	Krieger, A.	0.1
02/22/2009	Attend to memorandum for the Committee re disclosure statement objections filed on 2/20/09 (1.5); memorandum to LK, KP re: agenda for 2/24/09 call with Grace representatives (.3).	Krieger, A.	1.8
02/23/2009	Memorandum to the Committee re: objections filed (.6); o/c LK re: Grace representatives call (.1); office conference KP re: DS objections (.1); memorandum to the Committee re plan documents (.2).	Krieger, A.	1.0
02/24/2009	Memorandum for the Committee re: plan documents (.1); attend to memorandum re: NL Industries' settlement (.3).	Krieger, A.	0.4
02/25/2009	Memorandum to the Committee re NL Industries' settlement (3.1); exchanged memoranda with J. O'Neill re: open issues and extension of time to respond to the notice (.2).	Krieger, A.	3.3
02/26/2009	Memorandum of the Committee re NL Industries' settlement.	Krieger, A.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL

STROOCK

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	43.9	\$ 675	\$ 29,632.50
Kruger, Lewis	1.3	995	1,293.50
Pasquale, Kenneth	0.2	825	165.00

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<u>TOTAL FOR PROFESSIONAL SERVICES RENDERED</u>	<u>\$ 31,091.00</u>
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<u>TOTAL FOR THIS MATTER</u>	<u>\$ 31,091.00</u>
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## STROOCK

RE	Fee Application, Applicant 699843 0018
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DATE	DESCRIPTION	NAME	HOURS
02/03/2009	Worked on, completed and prepared for filing, 93rd Monthly Fee Application for December, 2008.	Holzberg, E.	3.4
02/03/2009	Review Stroock's 93rd monthly fee statement in preparation for filing (.7); prepare affidavit of service re same and forward to local counsel for filing (.5); prepare and effectuate service re fee statement (.7).	Mohamed, D.	1.9
02/10/2009	Started to review time for 94th Monthly Application for January.	Holzberg, E.	1.7
02/13/2009	Worked on 94th Monthly Fee Application for January; reviewed time and gave to AGK for review.	Holzberg, E.	1.6
02/17/2009	Worked on 94th Monthly Fee Application.	Holzberg, E.	0.6
02/17/2009	Attend to January 2009 fee statement.	Krieger, A.	1.3
02/20/2009	Worked on Disbursement Schedule for 94th Fee Application.	Holzberg, E.	1.8
02/23/2009	Worked on 94th Monthly Fee Application for January 2009 (.6); started to work on 31st Quarterly Application (1.7).	Holzberg, E.	2.3
02/23/2009	Attend to January 2008 fee statement (.2); attend to 31st quarterly application (3.7).	Krieger, A.	3.9
02/24/2009	Worked on and completed 94th Monthly Fee Application for December time (1.0); worked on 31st Quarterly Application (.9).	Holzberg, E.	1.9
02/24/2009	Attend to preparation of 31st quarterly fee application (3.2); office conference EH re preparation of quarterly, filing of January 2009	Krieger, A.	3.3

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
	fee statement (.1).		
02/25/2009	Attend to fee application.	Krieger, A.	0.3
02/26/2009	Attend to preparation of 31st quarterly fee application.	Krieger, A.	1.3
02/27/2009	Worked on 31st Quarterly Application.	Holzberg, E.	1.9
02/27/2009	Attend to 31st quarterly fee application.	Krieger, A.	0.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Holzberg, Ethel H.	15.2	\$ 275	\$ 4,180.00
Krieger, Arlene G.	10.5	675	7,087.50
Mohamed, David	1.9	180	342.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 11,609.50
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TOTAL FOR THIS MATTER	\$ 11,609.50
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## STROOCK

RE	Creditor Inquiries 699843 0019
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DATE	DESCRIPTION	NAME	HOURS
02/02/2009	Telephone conference creditor re criminal case status.	Pasquale, K.	0.3
02/04/2009	Telephone conference creditors re plan status.	Pasquale, K.	0.4
02/05/2009	T/c with and memorandum to creditors' counsel re discovery of Debtors.	Krieger, A.	0.4
02/06/2009	Telephone conference bank debt holder re: PPI issues.	Pasquale, K.	0.5
02/09/2009	Telephone conference creditor re POR issues.	Pasquale, K.	0.3
02/10/2009	Telephone conference creditor re case status and plan issues.	Krieger, A.	0.5
02/13/2009	Telephone conference trade creditor re plan status.	Pasquale, K.	0.3
02/19/2009	T/c bank debt holder re Libby trial and impact (.2); review articles re Libby trial (.2).	Kruger, L.	0.4
02/24/2009	Telephone call creditor re USA objection, status.	Krieger, A.	0.2
02/26/2009	T/c creditor re: Libby trial.	Kruger, L.	0.3
02/26/2009	Prep for and conference call with creditor re Montana criminal action.	Pasquale, K.	0.8

STROOCK

<u>SUMMARY OF HOURS</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
Krieger, Arlene G.	1.1	\$ 675	\$ 742.50
Kruger, Lewis	0.7	995	696.50
Pasquale, Kenneth	2.6	825	2,145.00
<hr/> <b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>			<b>\$ 3,584.00</b>

<hr/> <b>TOTAL FOR THIS MATTER</b>	<b>\$ 3,584.00</b>
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## STROOCK

RE	Fee Application, Others 699843 0020
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DATE	DESCRIPTION	NAME	HOURS
02/02/2009	Attend to other professionals' fee applications.	Krieger, A.	0.3
02/02/2009	Review Capstone's 58th monthly fee statement in preparation for filing (.5); prepare notice and affidavit of service re same and forward to local counsel for filing (.6).	Mohamed, D.	1.1
02/03/2009	Prepare and effectuate service re Capstone's 58th monthly fee statement.	Mohamed, D.	0.8
02/09/2009	Attend to other professionals' fee applications.	Krieger, A.	0.6
02/13/2009	Attend to other professionals' fee applications.	Krieger, A.	0.3
02/17/2009	Attend to other professionals' fee applications.	Krieger, A.	0.3
02/17/2009	Review Capstone's 59th monthly fee statement in preparation for filing (.6); prepare notice and affidavit of service re same and forward to local counsel for filing (.5).	Mohamed, D.	1.1
02/18/2009	Prepare and effectuate service re Capstone's 59th monthly fee statement.	Mohamed, D.	0.7
02/20/2009	Attend to other professionals' fee application.	Krieger, A.	0.4
02/20/2009	Review Capstone's twentieth quarterly fee application in preparation for filing (.7); prepare notice and affidavit of service re same and forward to local counsel for filing (.6); prepare and effectuate service re fee application (.8).	Mohamed, D.	2.1
02/27/2009	Attend to other professionals' fee applications.	Krieger, A.	0.2

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SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	2.1	\$ 675	\$ 1,417.50
Mohamed, David	5.8	180	1,044.00

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<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>	<b>\$ 2,461.50</b>
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<b>TOTAL FOR THIS MATTER</b>	<b>\$ 2,461.50</b>
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## STROOCK

RE	Employee Benefits, Pension 699843 0021
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DATE	DESCRIPTION	NAME	HOURS
02/19/2009	Attend to draft motion for authority to make minimum pension contribution for April 2009 (.1); memoranda to J. Baer re Grace's review of pension matters (.1).	Krieger, A.	0.2
02/25/2009	Attend to Debtors' counsel's responsive memo re company's pension plan review.	Krieger, A.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	0.4	\$ 675	\$ 270.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 270.00
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TOTAL FOR THIS MATTER	\$ 270.00
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# STROOCK

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RE	Expenses
	699843 0024

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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 0.00
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#### MATTER DISBURSEMENT SUMMARY

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Outside Messenger Service	\$ 52.14
Local Transportation	37.00
Long Distance Telephone	196.69
Duplicating Costs-in House	3.60
Postage	1.51
Travel Expenses - Transportation	521.45
Westlaw	815.50

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TOTAL DISBURSEMENTS/CHARGES	\$ 1,627.89
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TOTAL FOR THIS MATTER	\$ 1,627.89
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## STROOCK

RE	Litigation (Non-Bankruptcy/General) 699843 0032
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DATE	DESCRIPTION	NAME	HOURS
02/06/2009	Attend to materials re First Circuit Court of Appeals' ruling on Bunch Litigation.	Krieger, A.	0.5
02/16/2009	Attend to District Court and First Circuit Appeals Court decisions in Bunch v. W.R. Grace.	Krieger, A.	1.5
02/19/2009	Office conference LK re: Libby trial and attend to articles regarding same (.5); exchanged memoranda with J. Dolan re: disclosure regarding criminal trial (.2).	Krieger, A.	0.7
02/25/2009	Attend to articles re: criminal trial in Montana.	Krieger, A.	0.6
02/25/2009	Review news stories re: Libby trial.	Kruger, L.	0.4
02/26/2009	Review status of criminal matter and prior research memos re: same.	Pasquale, K.	0.6
02/27/2009	Attend to articles re: Libby criminal trial.	Krieger, A.	0.3
02/27/2009	Review Libby trial reports.	Kruger, L.	0.2
02/27/2009	Review press reports re Libby trial status (.2); review results of research re impact of adverse verdict on POR (.3).	Pasquale, K.	0.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	3.6	\$ 675	\$ 2,430.00
Kruger, Lewis	0.6	995	597.00
Pasquale, Kenneth	1.1	825	907.50
<b>TOTAL FOR PROFESSIONAL SERVICES RENDERED</b>		<b>\$ 3,934.50</b>	
<b>TOTAL FOR THIS MATTER</b>		<b>\$ 3,934.50</b>	

## STROOCK

RE	Plan and Disclosure Statement 699843 0036
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DATE	DESCRIPTION	NAME	HOURS
02/01/2009	Attend to 1/31/09 draft of the Disclosure Statement and exchanged memoranda with R. Frezza thereon (2.8); attend to memoranda to KP re comments on 1/30/09 revised plan draft (.7).	Krieger, A.	3.5
02/01/2009	Review draft DS.	Kruger, L.	1.1
02/02/2009	Complete review of 1/31/09 Disclosure Statement (2.8); attend to PD Trust Agreement (1.6); memorandum to J. Baer re 1/30/09 Plan comments (.3); exchanged memoranda with D. Ball re stock transfer term sheet, other plan modifications (.6); o/c LK re disclosure statement and plan terms (.1); memorandum to LK, KP re Disclosure Statement comments (.3).	Krieger, A.	5.7
02/02/2009	Review memos from AK re revised DS (.5); review revised DS (.6).	Kruger, L.	1.1
02/02/2009	Review further revised POR, DS and A. Krieger memo re same.	Pasquale, K.	1.5
02/03/2009	Attend to Plan related issues (.4); attend to 02/03/08 solicitation materials, other plan documents (.9).	Krieger, A.	1.3
02/03/2009	Review memo to Committee re plan documents (.3); o/c with AK re disclosure statement (.1).	Kruger, L.	0.4
02/04/2009	Attend to 2/3/09 filed solicitation materials and selected plan documents.	Krieger, A.	7.0
02/04/2009	Review DS and exhibits.	Kruger, L.	1.3
02/04/2009	Review as-filed DS, exhibits (2.5); e-mail J. Baer re document issues (.1).	Pasquale, K.	2.6

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
02/05/2009	Attend to selected plan documents.	Krieger, A.	6.9
02/05/2009	Review as-filed blacklines of POR and DS.	Pasquale, K.	2.3
02/06/2009	Attend to 2/3/09 draft plan documents.	Krieger, A.	7.6
02/06/2009	Review POR documents.	Kruger, L.	1.1
02/08/2009	Attend to 2/3/09 draft disclosure statement.	Krieger, A.	2.9
02/09/2009	Attend to 2/3/09 plan documents including disclosure statement, Class 7A and 7B Deferred Payment Agreements and guarantee agreements, revised plan.	Krieger, A.	7.6
02/09/2009	Continued review of plan documents and disclosure statement.	Kruger, L.	1.4
02/10/2009	Complete review of 2/3/09 draft plan documents (7.2); prepare memorandum to Capstone re plan documents (.3); memorandum to J. Baer re new settlements referred to (.2); prepare memorandum to LK and KP re Plan documents (.7).	Krieger, A.	8.4
02/10/2009	Review AK memo re plan and DS.	Kruger, L.	0.4
02/11/2009	Review memo to Committee re plan documents (.4); e-mails re conference call with Jan Baer (.1); review DS revisions (.4).	Kruger, L.	0.9
02/11/2009	Review A. Krieger memo re DS revisions (.3); review DS re same (.6).	Pasquale, K.	0.9
02/12/2009	Review draft memo to Committee re POR and DS.	Kruger, L.	0.4
02/13/2009	Telephone call J. Dolan re plan documents (.9); memoranda to KP re disclosure statement comments (.1); attend to Debtors' discovery demand to PD Committee, Speights & Runyan, Anderson Memorial (.1).	Krieger, A.	1.1
02/13/2009	Review memo re POR documents.	Kruger, L.	0.6
02/16/2009	Attend to plan-related issues.	Krieger, A.	0.8
02/17/2009	Attend to draft proposed protective order re:	Krieger, A.	0.9

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
	discovery of Debtors and other Plan Proponents and comments thereon (.8); attend to Anderson Memorial's motion for reconsideration of confirmation CMO or for enlargement of time to seek discovery (.1).		
02/19/2009	Memorandum to L. Esayan re: protective order comments.	Krieger, A.	0.1
02/20/2009	Attend to objections filed to the 2/3/09 disclosure statement (.6); attend to discovery responses (.9); attend to 2/20/09 revised Disclosure Statement (.7).	Krieger, A.	2.2
02/20/2009	O/c LK re: 2/23/09 hearing and certain discovery requests (.2); attend to Debtors' opposition to Anderson Memorial's motion to expend its time for discovery (.2).	Krieger, A.	0.4
02/20/2009	O/c AK re: 2/23 hearing and discovery requests.	Kruger, L.	0.2
02/21/2009	Attend to 2/20/09 revised PD Trust Agreement (.6); attend to 2/20/09 form of PD CMO for Class 7A Claims (.4).	Krieger, A.	1.0
02/22/2009	Attend to Longacre Master Fund's response to Debtors' Phase I discovery demands (.1); attend to objections filed 2/20/09 to Debtors' 2/3/09 draft disclosure statement (1.4); attend to additional responses filed to Plan Proponents Designation of Phase I issues (.1); attend to discovery requests and responses filed by various parties (.1).	Krieger, A.	1.7
02/23/2009	Office conference LK re objections filed to the disclosure statement (.1); telephone conference J. Dolan re objections, other matters (.2); memorandum to KP re status of protective order (.1); case law re objections (.7); attend to discovery responses (.3).	Krieger, A.	1.4
02/23/2009	Attention to DS and memo (.3); review memo to Committee re: filed DS objections (.2); o/c with AK re objections filed to DS (.1).	Kruger, L.	0.6
02/23/2009	Review and revised debtors' proposed confidentiality agreement (.5); attention to	Pasquale, K.	0.9

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
	revised DS issues and draft memo (.4).		
02/24/2009	Case law re objections (1.8); attend to memoranda re meeting with Grace representatives to discuss Committee's discovery request (.3); preparation for and conference call with Grace representatives re discovery issues for Class 9 (non-lender) claims, other (.8); attend to discovery (.2).	Krieger, A.	3.1
02/24/2009	Conference call with debtors and Blackstone re GUC and interest issues (.6); review debtors spreadsheet (.5).	Kruger, L.	1.1
02/24/2009	Conference call with debtors re non-lender GUC analyses (.6); review spreadsheets provided by debtors (.8).	Pasquale, K.	1.4
02/25/2009	Review cases regarding plan issues.	Harris, D.	2.2
02/25/2009	Attend to revised protective order and memorandum to L. Esayan with comments (.5); attend to research re Government's potential claims and impact on Plan (.6); office conferences DH re: treatment of potential claims (.7); attend to memoranda on potential Government claims (1.3).	Krieger, A.	3.1
02/26/2009	Research on treatment of potential Government claims (2.9); meeting with K. Pasquale re: research (.9).	Harris, D.	3.8
02/26/2009	Attend to 2/25/09 drafts of Disclosure Statement and Plan (1.6); office conference DH re treatment of Government's potential claims (.5); attend to case law re treatment issues (1.9); office conference KP, DH re treatment of Government's potential claims (.8); follow-up office conference and memorandum to DH re Libby trial information (.2); attend to claims spreadsheets (.2); further office conference DH re treatment of Government's potential claims and related issues (.3).	Krieger, A.	5.5
02/27/2009	Draft email regarding Delaware corporate law (.8) and research treatment issues (1.4).	Harris, D.	2.2
02/27/2009	Attend to COC re amended proposed	Krieger, A.	1.1

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
02/28/2009	confirmation and solicitation procedures (.2); attend to memoranda from D. Harris and KP re treatment of USA's potential claims and response thereto (.4); office conference KP re same (.1); exchanged memoranda with Capstone re GUC claims' discussion (.1); attend to response filed by US ZAI claimant to settlement class pleading (.1); attend to newly filed discovery by ACC to Libby Claimants (.2).	Krieger, A.	1.8

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Harris, Daniel J.	8.2	\$ 325	\$ 2,665.00
Krieger, Arlene G.	75.1	675	50,692.50
Kruger, Lewis	10.6	995	10,547.00
Pasquale, Kenneth	9.6	825	7,920.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 71,824.50
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TOTAL FOR THIS MATTER	\$ 71,824.50
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## STROOCK

RE	Hearings 699843 0037
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DATE	DESCRIPTION	NAME	HOURS
02/17/2009	Attend to agenda notice for 2/23/09 hearing (.1); o/c LK re: 2/23/09 hearing and exchanged memoranda with J. Baer re: location of hearing (.2).	Krieger, A.	0.3
02/17/2009	O/c with AK re: 2/23 hearing agenda.	Kruger, L.	0.1
02/18/2009	O/c with AK re agenda for 2/23.	Kruger, L.	0.2
02/23/2009	Attend telephonic omnibus hearing re status conference on disclosure statement, resolution of discovery matter filed by Anderson Memorial, other (.8); memorandum re hearing (.6); office conference KP re hearing (.1).	Krieger, A.	1.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.8	\$ 675	\$ 1,215.00
Kruger, Lewis	0.3	995	298.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,513.50
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TOTAL FOR THIS MATTER	\$ 1,513.50
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## STROOCK

RE	Relief from Stay Proceedings 699843 0041
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DATE	DESCRIPTION	NAME	HOURS
02/13/2009	Attend to responses filed to Kaneb motion for stay relief (1.4).	Krieger, A.	1.4
02/13/2009	Review responses to Kaneb motion.	Kruger, L.	0.6

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Krieger, Arlene G.	1.4	\$ 675	\$ 945.00
Kruger, Lewis	0.6	995	597.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,542.00
TOTAL FOR THIS MATTER	\$ 1,542.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 141,569.00
TOTAL DISBURSEMENTS/CHARGES	\$ 1,627.89
TOTAL BILL	\$ 143,196.89

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

## **EXHIBIT B**

**WR GRACE & CO**  
**SUMMARY OF FEES**  
**FEBUARY 1, 2009 - FEBUARY 28, 2009**

	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b>Partners</b>			
Kruger, Lewis	15.1	\$995	\$ 15,024.50
Pasquale, Kenneth	13.5	825	11,137.50
<b>Associates</b>			
Harris, Daniel J.	8.2	325	2,665.00
Krieger, Arlene G.	145.3	675	98,077.50
<b>Paraprofessionals</b>			
Holzberg, Ethel H.	22.3	275	6,132.50
Mohamed, David	47.4	180	8,532.00
<b>TOTAL</b>	<b>251.8</b>		<b>\$ 141,569.00</b>

## **EXHIBIT C**

WR GRACE & CO  
DISBURSEMENT SUMMARY  
FEBUARY 1, 2009 - FEBUARY 28, 2009

Outside Messenger Service	\$ 52.14
Local Transportation	37.00
Long Distance Telephone	196.69
Duplicating Costs-in House	3.60
Postage	1.51
Travel Expenses - Transportation	521.45
Westlaw	815.50
<b>TOTAL</b>	<b>\$ 1,627.89</b>

## STROOCK

DISBURSEMENT REGISTER

DATE	March 23, 2009
INVOICE NO.	469207
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR EXPENSES INCURRED in the captioned matter for the period through February 28, 2009, including:

DATE	DESCRIPTION	AMOUNT
<b>Outside Messenger Service</b>		
02/09/2009	VENDOR: UPS; INVOICE#: 0000010X827069; DATE: 02/07/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Bobbi Ruhlander Esq Warren H. Smith and Associa, Republic Center, DALLAS, TX 75201 Tracking #:1Z10X8270190450481 on 02/03/2009	8.37
02/09/2009	VENDOR: UPS; INVOICE#: 0000010X827069; DATE: 02/07/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO David B. Siegal W.R. Grace & Co., Senior Vice President and, COLUMBIA, MD 21044 Tracking #:1Z10X8270191795670 on 02/03/2009	5.90
02/09/2009	VENDOR: UPS; INVOICE#: 0000010X827069; DATE: 02/07/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Elizabeth M. O'Byrne Duane Morris LLP, 1100 North Market Street, WILMINGTON, DE 19801 Tracking #:1Z10X8270192504455 on 02/03/2009	5.90
02/09/2009	VENDOR: UPS; INVOICE#: 0000010X827069; DATE: 02/07/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO David Klauder Esq. Office of the United States, 844 N. King Street Suite 2311, WILMINGTON, DE 19801 Tracking #:1Z10X8270192861668 on 02/03/2009	5.90
02/23/2009	VENDOR: UPS; INVOICE#: 0000010X827089; DATE: 02/21/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Dawn S. Marra Duane Morris LLP, 1100 North Market Street,	5.90

## STROOCK

DATE	DESCRIPTION	AMOUNT
	WILMINGTON, DE 19801 Tracking #:1Z10X8270195527167 on 02/18/2009	
02/23/2009	VENDOR: UPS; INVOICE#: 0000010X827089; DATE: 02/21/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO Bobbi Ruhlander Esq Warren H. Smith and Associa, Republic Center, DALLAS, TX 75201 Tracking #:1Z10X8270196624989 on 02/18/2009	8.37
02/23/2009	VENDOR: UPS; INVOICE#: 0000010X827089; DATE: 02/21/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO David B. Siegal W.R. Grace & Co., Senior Vice President and, COLUMBIA, MD 21044 Tracking #:1Z10X8270197157778 on 02/18/2009	5.90
02/23/2009	VENDOR: UPS; INVOICE#: 0000010X827089; DATE: 02/21/2009; FROM David Mohamed, 180 Maiden Lane, New York, NY TO David Klauder Esq. Office of the United States, 844 N. King Street Suite 2311, WILMINGTON, DE 19801 Tracking #:1Z10X8270199124791 on 02/18/2009	5.90
	<b>Outside Messenger Service Total</b>	<b>52.14</b>
	<b>Local Transportation</b>	
02/10/2009	VENDOR: Petty Cash; INVOICE#: 020209; DATE: 2/10/2009 A. Krieger Transp. home from office 2/2/09	37.00
	<b>Local Transportation Total</b>	<b>37.00</b>
	<b>Long Distance Telephone</b>	
02/03/2009	EXTN.795544, TEL.2015877144, S.T.11:36, DUR.00:01:00	0.56
02/03/2009	EXTN.795544, TEL.2015877144, S.T.11:36, DUR.00:01:00	0.56
02/03/2009	EXTN.795544, TEL.2015877144, S.T.11:36, DUR.00:01:00	-0.56
02/09/2009	EXTN.795430, TEL.3128612162, S.T.14:55, DUR.00:01:02	1.11
02/09/2009	EXTN.795562, TEL.9734678282, S.T.10:18, DUR.00:00:20	0.56
02/12/2009	VENDOR: Chase Card Services; INVOICE#: 020209; DATE: 2/2/2009 - visa charge 01/19/09 Court Call LLC	142.00
02/12/2009	VENDOR: Chase Card Services; INVOICE#: 020209; DATE: 2/2/2009 - visa charge 01/30/09 Court Call LLC	38.00
02/12/2009	EXTN.795002, TEL.9734242031, S.T.17:12, DUR.00:02:37	1.67
02/18/2009	EXTN.795475, TEL.3026574938, S.T.12:23, DUR.00:17:57	10.01

## STROOCK

DATE	DESCRIPTION	AMOUNT
02/23/2009	EXTN.795475, TEL.3026555000, S.T.14:20, DUR.00:01:59	.11
02/23/2009	EXTN.795475, TEL.3026555000, S.T.14:20, DUR.00:01:59	.11
02/23/2009	EXTN.795475, TEL.3026555000, S.T.14:20, DUR.00:01:59	.11
02/27/2009	EXTN.795475, TEL.3026574938, S.T.15:26, DUR.00:02:06	1.67
<b>Long Distance Telephone Total</b>		<b>196.69</b>
<b>Duplicating Costs-in House</b>		
02/13/2009		3.60
<b>Duplicating Costs-in House Total</b>		<b>3.60</b>
<b>Postage</b>		
02/19/2009	1/12/09	1.51
<b>Postage Total</b>		<b>1.51</b>
<b>Travel Expenses - Transportation</b>		
02/03/2009	VENDOR: AMEX; PASQUALE/KENNETH EWR PIT EWR on 01/06/2009	229.20
02/03/2009	VENDOR: AMEX; PASQUALE/KENNETH on 01/06/2009	32.25
02/03/2009	VENDOR: AMEX; PASQUALE/KENNETH EWR PIT EWR on 01/08/2009	260.00
<b>Travel Expenses - Transportation Total</b>		<b>521.45</b>
<b>Westlaw</b>		
02/19/2009	Transactional Search by Krieger, Arlene G.	197.62
02/23/2009	Duration 0:01:55; by Krieger, Arlene G.	22.91
02/24/2009	Duration 0:01:47; by Krieger, Arlene G.	21.99
02/25/2009	Duration 0:10:02; by Krieger, Arlene G.	136.97
02/25/2009	Transactional Search by Harris, Daniel J.	53.12
02/26/2009	Duration 0:01:37; by Krieger, Arlene G.	27.65
02/26/2009	Transactional Search by Harris, Daniel J.	339.79
02/27/2009	Transactional Search by Harris, Daniel J.	15.45
<b>Westlaw Total</b>		<b>815.50</b>

STROOCK

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BILL DISBURSEMENT SUMMARY

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Outside Messenger Service	\$ 52.14
Local Transportation	37.00
Long Distance Telephone	196.69
Duplicating Costs-in House	3.60
Postage	1.51
Travel Expenses - Transportation	521.45
Westlaw	815.50

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TOTAL DISBURSEMENTS/CHARGES	\$ 1,627.89
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Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.